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HONBRIDGE HOLDINGS LIMITED

(incorporated in the Cayman islands with limited liability)

(stock code : 8137)

UPDATE IN RELATION TO BRAZIL SAM IRON ORE MINING PROJECT

This announcement is made by Honbridge Holdings Limited (the “**Company**” which together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the Company’s announcements in relation to the Acquisition dated 16 April 2010, 1 December 2010, 24 December 2010, 20 January 2011, 4 April 2011, 11 May 2011, 31 May 2011, 23 April 2012, 4 July 2012, 18 July 2012, 12 September 2012 and 14 January 2013, the Company’s announcement in relation to, among others, the Supplemental SPA dated 7 February 2013 and the Company’s announcements dated 8 September 2014, 4 November 2014 and 19 January 2015 (the “**Announcement**”), and the Company’s announcement in relation to the Closing dated 28 March 2013 (the “**Closing Announcement**”), as well as the Company’s circular dated 5 November 2010 (the “**Circular**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcement, the Closing Announcement and the Circular unless otherwise stated.

As set out in the Company’s announcement dated 19 January 2015, the Group, Lit Mining and VNN had failed to arrive at a commercially reasonable solution despite expiry of the deadline set by the Group. The Board would like to inform the Company’s shareholders and investors that on 10 June 2015, the Group filed a request for arbitration against Lit Mining and VNN in relation to termination of the SPA (as supplemented by the Supplemental SPA) (the “**Arbitration**”).

The Company would like to remind its shareholders, investors and potential investors that the Arbitration is an inherently uncertain process. If the Group were to prevail in the Arbitration, a possible outcome would be that VNN would need to transfer the Golden Share, as well as return the other documents requested by the Group, and the Group would not need to pay the remaining instalments of consideration (namely the Approvals Payment, and those payable on Port Operation Commencement and Mining Production Commencement) under the Share Purchase Agreement (as amended by the Supplemental SPA). In the event VNN were to prevail, a possible outcome would be that the Group would need to continue to perform the terms of Share Purchase Agreement (as amended by the Supplemental SPA) as if no Arbitration had taken place.

The Arbitration is not expected to cause material impact on the operation of the Group and the SAM iron ore project in Brazil. The Group will continue to push forward the SAM iron ore project like always.

Further announcement will be made by the Company as and when appropriate in accordance with the GEM Listing Rules.

Shareholders of the Company, investors and any potential investors are advised to exercise caution when dealing in the securities of the Company.

By the order of the Board
Honbridge Holdings Limited
YEUNG Ho Ming
Company Secretary

Hong Kong, 11 June 2015

As at the date of this announcement, the Board consists of three executive Directors, Mr. He Xuechu, Mr. Liu Wei, William and Mr. Shi Lixin, two non-executive Directors Mr. Yan Weimin and Mr. Ang Siu Lun, Lawrence and three independent non-executive Directors, Mr. Chan Chun Wai, Tony, Mr. Fok Hon and Mr. Ma Gang.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will appear on the GEM website (www.hkgem.com) for at least seven days after the date of publication and on the website of the Company (www.8137.hk).